

**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (currently amended) A composite comprising:

a fibrous face layer ~~forming at least a portion of a top surface of the composite,~~ wherein the fibrous face layer has a top surface and a bottom surface opposite the top surface, and wherein the fibrous face layer comprises a plurality of legs ~~dependent~~ wherein the legs are made from a portion of the fibrous face layer, and

an adhesive layer having a top surface that corresponds to the bottom surface of the fibrous face layer and is in direct contact with the bottom surface of the fibrous face layer, wherein the legs of the fibrous face layer are anchored in the adhesive layer, and wherein the adhesive layer at least partially penetrates into the fibrous face layer.

2. (original) The composite of claim 1, wherein a top portion of the fibrous face layer above the top of the adhesive layer has a thickness of about 0.5 mm to about 2.0 mm.

3. (original) The composite of claim 1, wherein a top portion of the fibrous face layer above the top of the adhesive layer has a basis weight of about 100 grams/m<sup>2</sup> to about 500 grams/m<sup>2</sup>.

4. (original) The composite of claim 1, wherein the fibrous face layer comprises a non-woven layer.

5. (original): The composite of claim 4, wherein the legs of the fibrous face layer comprise free ends of fibers from the non-woven layer needle punched through the non-woven layer.

6. (previously amended) The composite of claim 5, wherein the needling density is at least 500 ppsi.
7. (previously amended) The composite of claim 6, wherein the needling density is at least 1,000 ppsi.
8. (original) The composite of claim 1, wherein the fibrous layer comprises a stitch bonded and bulked fabric.
9. (original) The composite of claim 8, wherein the stitch bonded and bulked fabric comprises a non-woven substrate stitch-bonded by shrinkable yarns.
10. (original) The composite of claim 9, wherein the legs of the fibrous face layer comprise undulating loops formed on the stitch bonded and bulked fabric.
11. (original) The composite of claim 10, wherein the undulating loops have a frequency of about 12 loops per inch to about 60 loops per inch.
12. (original) The composite of claim 1, wherein the fibrous layer comprises a pattern bonded and bulked fabric.
13. (original) The composite of claim 12, wherein the pattern bonded and bulked fabric comprises a non-woven substrate pattern bonded to a shrinkable bonding substrate.
14. (original) The composite of claim 13, wherein the legs of the fibrous layer comprise undulating loops formed on the pattern bonded and bulked fabric.
15. (original) The composite of claim 14, wherein the undulating loops have a frequency of about 12 loops per inch to about 60 loops per inch.
16. (original) The composite of claim 1, wherein the fibrous layer comprises a reversed pile knit fabric.

17. (original) The composite of claim 16, wherein the legs of the fibrous layer comprise pile loops of the reversed pile knit fabric.

18. (original) The composite of claim 16, wherein the legs of the fibrous layer comprise cut and raised free fiber ends of the reversed pile knit fabric.

19. (original) The composite of claim 1, wherein the fibrous layer comprises a woven fabric.

20. (original) The composite of claim 19, wherein the legs of the fibrous layer comprise cut and raised free fiber ends from the woven fabric.

21. (original) The composite of claim 1 further comprising a backing layer.

22. (previously amended) The composite of claim 5 further comprising a backing layer, and wherein the at least some of the needle punched legs also penetrate the backing layer.

23. (original) The composite of claim 1 being embossable to form a three-dimensional textured product.

24. (original) The composite of claim 1, wherein the face layer is spunlaced.

25. (original) The composite of claim 24, wherein the face layer is spunlaced substantially from the top surface.

26. (currently amended) A composite comprising:

a face layer ~~forming at least a portion of a top surface of the composite~~  
comprising a plurality fibers, the face layer having a top surface and a bottom surface opposite the top surface, defining a thickness between the top and bottom surfaces; and  
a continuous smooth uninterrupted adhesive layer in direct contact with the bottom surface, wherein the bottom surface has been altered to increase the surface area

in contact with the adhesive layer and wherein the adhesive layer extending partially into the thickness of the face layer a distance sufficient to anchor the face layer in the adhesive layer.

27. (original) The composite of claim 26, further comprising a backing in direct contact with the adhesive layer such that the adhesive layer is disposed between the face layer and the backing, the adhesive layer extending into the backing.

28. (original) The composite of claim 26, wherein the distance is from about  $\frac{1}{4}$  to about  $\frac{3}{4}$  of the thickness between the top and bottom surfaces.

29. (original) The composite of claim 26, wherein the face layer further comprises a needled non-woven web containing the plurality of fibers, the top surface comprising a plurality of downwardly facing fiber loops and the bottom surface comprising a plurality of free fiber ends, and wherein the free fiber ends increase the surface contact.

30. (original) The composite of claim 29, wherein the needled non-woven web is formed by spunlacing.

31. (original) The composite of claim 29, wherein the needled non-woven web is formed by needle-punching.

32. (original) The composite of claim 26, wherein the face layer comprises a gathered layer, the top surface comprising a plurality of downwardly facing loops and the bottom surface comprising a plurality of upwardly facing loops, and wherein the upwardly facing loops increase the surface contact.

33. (original) The composite of claim 26, wherein the face layer comprises a knit fabric, the bottom surface comprising the pile side of the knit fabric, and wherein the pile side of the knit fabric increases the surface contact.

34. (original) The composite of claim 26, wherein the face layer comprises a woven pile

fabric, the bottom surface comprising the pile side of the woven file fabric, and wherein the pile side of the woven fabric increases the surface contact.

Claims 35- 55 (canceled)

56. (currently amended) A composite comprising a fibrous face layer forming at least a portion of a top surface of the composite and an adhesive layer, wherein the fibrous face layer comprises needle-punched non-woven fabrics forming a plurality of legs dependent, wherein the legs are made from a portion of the fibrous face layer, wherein the legs of the fibrous face layer are needled through the face layer and are anchored in the adhesive layer, and wherein the adhesive layer at least partially penetrates into the fibrous face layer by an application of pressure.

57. (currently amended) A composite comprising a fibrous face layer forming at least a portion of a top surface of the composite and an adhesive layer, wherein the fibrous face layer comprises a gathered fabric forming a plurality of legs, said legs are made from a portion of the fibrous face layer, wherein the legs of the fibrous face layer are anchored in the adhesive layer.

58. (currently amended) A composite comprising a fibrous face layer forming at least a portion of a top surface of the composite and an adhesive layer, wherein the fibrous face layer comprises a knit fabric made from textured yarns forming a plurality of legs, said legs are made from a portion of the fibrous face layer, wherein the legs of the fibrous face layer are anchored in the adhesive layer.

59. (currently amended) A composite comprising a fibrous face layer forming at least a portion of a top surface of the composite and an adhesive layer, wherein the fibrous face layer comprises a brushed woven forming a plurality of legs, said legs are made from a portion of the fibrous face layer, wherein the legs of the fibrous face layer are anchored in the adhesive layer.

60. (new) The composite of claim 1, wherein the adhesive layer penetrates into the fibrous face layer by an application of pressure.

61. (new) The composite of claim 1, wherein the legs of the fibrous face layer are further anchored in the adhesive layer by an application of heat.

62. (new) The composite of claim 60, wherein the legs of the fibrous face layer are further anchored in the adhesive layer by an application of heat.

63. (new) The composite of claim 1, wherein the fibrous face layer comprises fibers of about 0.5 denier to about 5.0 deniers.

64. (new) The composite of claim 1, wherein the adhesive layer penetrates into about  $\frac{1}{4}$  to about  $\frac{3}{4}$  of the fibrous face layer.

65. (new) The composite of claim 1, wherein the top surface of the fibrous face layer is substantially free of adhesive.

66. (new) The composite of claim 26, wherein the adhesive layer extends partially into the face layer by an application of pressure.

67. (new) The composite of claim 26, wherein the face layer is anchored in the adhesive layer by an application of heat.

68. (new) The composite of claim 66, wherein the face layer is anchored in the adhesive layer by an application of heat.